

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## FORM D

# NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

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OMB Number:	3235-0076
Expires:	May 31, 2005
Estimated avera	ige burden
hours per respo-	nse16.00

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Name of Offering ( check if this is an amendment and name has changed, and indicate change.)  MEMBERSHIP UNITE	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)	☐ ULOE
Type of Filing: New Filing Amendment	
A. BASIC IDENTIFICATION DATA	4 1980 M 2010 L CHIN OBURN 980 R HEN (ONE 55KE 1191 189)
1. Enter the information requested about the issuer	
Name of Issuer ( check if this is an amendment and name has changed, and indicate change.)	] (\$6)() 66)() 6(() 6(() 66)() 6(() 6(()
Amerilest Financial LLC	05072992
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
430 F 1 th St. LOVE land 10/00000 80537	770-669-4918
Address of Principal Business Operations (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
(if different from Executive Offices)	
Brief Description of Business	7. C. 7. C. 3.
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Type of Business Organization	Z
	lease specify);
business trust limited partnership, to be formed Limited Limit	ability Company
Month Year 01	
Actual or Estimated Date of Incorporation or Organization:	,
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State CN for Canada; FN for other foreign jurisdiction)	
CA for Canada, FA for other foreign Jurisdiction)	

## GENERAL INSTRUCTIONS

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 774(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

## State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION-

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.



ABASIC DENTITION DATA	
2. Enter the information requested for the following:	
<ul> <li>Each promoter of the issuer, if the issuer has been organized within the past five years;</li> </ul>	
<ul> <li>Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of</li> </ul>	
<ul> <li>Each executive officer and director of corporate issuers and of corporate general and managing partners of</li> </ul>	partnership issuers; and
<ul> <li>Each general and managing partner of partnership issuers.</li> </ul>	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Managing Member	
Full Name (Last name first, if individual)	
Business of Residence Address (Number and Street, City, State, Zip Code)	
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Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or
	Managing Partner
Managing Member  Full Name (Last name first, if individual)	
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
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Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	Managing Partner
Full Name (Last name first, if individual)	
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Business or Residence Address (Number and Street, City, State, Zip Code)	
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Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	•
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Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or
	Managing Partner
Full Name (Last name first, if individual)	
Business or Residence Address (Number and Street, City, State, Zip Code)	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or
	Managing Partner
Full Name (Last name first, if individual)	
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Business or Residence Address (Number and Street, City, State, Zip Code)	

Answer also in Appendix, Column 2, if filing under ULOE.  2. What is the minimum investment that will be accepted from any individual?	Yes No VY S 1 000 000 Yes No D D D D D D D D D D D D D D D D D D
Answer also in Appendix, Column 2, if filing under ULOE.  2. What is the minimum investment that will be accepted from any individual?  3. Does the offering permit joint ownership of a single unit?  4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Name of Associated Broker or Dealer  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  ALL AK AZ AR CA CO CT DE DC FL GA H  IL IN IA KS KY LA ME MD MA MI MN M  MT NE NY NH NJ NM NY NC ND OH OK O  RI SC SD TN TX UT VT VA WA WV WI W  Full Name (Last name first, if individual)	S   OOO OOO Yes No OO OO  Yes No OO  All States  HI ID  MS MO OR PA
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# COTORINGPRICE NUMBER OF INVESTORS EXPENSES AND USE OF PROCEEDS.

Type of Security  Offering Price  Debt S S S S  Equity S S S S  Convertible Securities (including warrants) S S S  Partnership Interests S S S  Other (Specify Wart S S S S S  Answer also in Appendix, Column 3, if filing under ULOE.  Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."  Accredited Investors S S Non-accredited Investors S S S S Non-accredited Investors S S S Non-accredited Investors S S S S Non-accredited Investors S S S S S S S S S S S S S S S S S S S	
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Accredited Investors S  Non-accredited Investors S  Total (for filings under Rule 504 only) S  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.  Type of Offering Security Security Security	urchases
Non-accredited Investors	
Total (for filings under Rule 504 only)	
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Type of Offering Security  Rule 505	
Type of Offering Security  Rule 505 Security	lar Amount
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Regulation A	
Rule 504 \$	
Total	
a. Furnish a statement of all expenses in connection with the issuance and distribution of the	
securities in this offering. Exclude amounts relating solely to organization expenses of the insurer.	
The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.	
Printing and Engraving Costs	<u> </u>
<del>-</del>	5,000
Accounting Fees 5	
Engineering Fees	
Sales Commissions (specify finders' fees separately)  Other Expenses (identify) Under waiting Casta   S//C	
Other Expenses (identify) [IMAINAIR IT OF LASTR TIME TO S//C	0,000

	COPTERING PRICE NUMBER OF INVESTORS, EXPENSES AND USE OF PR	OCEEDS	
a	Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		s
c	ndicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.		
		Payments to Officers, Directors, & Affiliates	Payments to Others
S	Salaries and fees	] <b>\$</b>	s
P	Purchase of real estate	\$	s
Pau	Purchase, rental or leasing and installation of machinery and equipment	ıs	□s
	Construction or leasing of plant buildings and facilities	4	_
o is	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another ssuer pursuant to a merger)	\$	□s/ <i>b9,900,</i> 6
R	Repayment of indebtedness	<b>S</b>	
V	Vorking capital	\$	<b>S</b>
O	Other (specify):	\$	
_		\$	s
C	Column Totals		
	otal Payments Listed (column totals added)	□s≠	9,900,000
	D. PROPRATORICAL PROPERTY OF THE PROPERTY OF T		
atı	suer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is are constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission formation furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Ru	: s filed under Ru on, upon writte	le 505, the following n request of its staff,
er M	(Print or Type)  erivet Fivancial, LLC Diwliam Thomas	10 - 15	-05
ıc	of Signer (Print or Type)  Title of Signer (Print or Type)	· / · · · · · · · · · · · · · · · · · ·	
Ĺ	William Thomas Managing Member		

